

RECORDATION NO 30762 FILED  
June 10, 2013 02:00 PM  
SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)  
ROBERT W. ALVORD (2011)

June 10, 2013

Chief  
Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, S.W.  
Washington, D.C. 20423

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease Agreement, dated as of June 10, 2013, a primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor: Banc of America Leasing & Capital, LLC  
One Financial Plaza  
Providence, RI 02901

Lessee: Statoil Marketing & Trading (US) Inc.  
120 Long Ridge Road, Suite 3E01  
Stamford, CT 06902

Section Chief  
June 10, 2013  
Page 2

A description of the railroad equipment covered by the enclosed document is:

91 tank cars within the series STAX 10451 – STAX 10581 as more particularly set forth in the attachment to the document.

A short summary of the document to appear in the index is:

Memorandum of Lease Agreement.

Also enclosed is a check in the amount of \$42.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Edward M. Luria

EML/sem  
Enclosures

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MEMORANDUM OF LEASE AGREEMENT

dated as of June 10, 2013

between

STATOIL MARKETING & TRADING (US) INC.  
as Lessee,

and

BANC OF AMERICA LEASING & CAPITAL, LLC  
as Lessor

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## MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT is made and entered into as of June 10, 2013, by and between BANC OF AMERICA LEASING & CAPITAL, LLC ("Lessor") and STATOIL MARKETING & TRADING (US) INC. ("Lessee"), with reference to the following:

1. Lessor has agreed to purchase and lease to Lessee, and Lessee has agreed to lease from Lessor, those certain railcars described on Exhibit No. 1 attached hereto.

All of such railcars are more fully described in that certain Lease Supplement No. 1 dated as of June 10, 2013, executed pursuant to and incorporating the terms of that certain Lease Agreement dated as of June 4, 2013, (together with all of the riders, schedules and other attachments thereto, collectively, the "Lease"), each between Lessor and Lessee.

2. The Lease shall be effective as of the date hereof and shall be subject to the term specified in the Lease, and any extension of such term to the extent provided for in the Lease.

This Memorandum of Lease Agreement may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Memorandum of Lease Agreement.

**[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]**

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Lease Agreement to be executed as of the date first above written.

BANC OF AMERICA LEASING & CAPITAL, LLC

By: *Gina M. Cabral*  
Name: Gina M. Cabral  
Title: Vice President

STATE OF Rhode Island )  
COUNTY OF Providence ) ss.

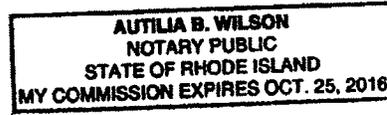
On this 3rd day of June, 2013, before me appeared Gina M. Cabral, the person who signed this instrument, who acknowledged that (s)he is the Vice President of Banc of America Leasing & Capital, LLC and that, being duly authorized, (s)he signed such instrument as a free act on behalf of said limited liability company.

[Seal]

*Autilia B. Wilson*  
Notary Public

My commission expires:

October 25, 2016



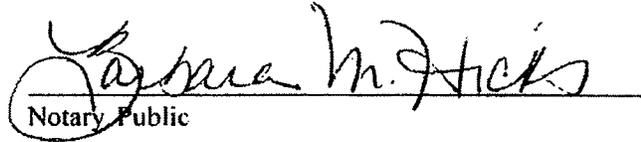
STATOIL MARKETING & TRADING (US) INC.

By:   
Name: **Bent Pedersen**  
Title: **President**

STATE OF Connecticut  
COUNTY OF Fairfield ) ss. Stamford

On this 7<sup>th</sup> day of JUNE, 2013, before me appeared Bent Pedersen  
the person who signed this instrument, who acknowledged that ~~(s)~~he is the  
President of Statoil Marketing & Trading (US) Inc. and that, being duly authorized,  
~~(s)~~he signed such instrument as a free act on behalf of said corporation.

[Seal]

  
Notary Public

My commission expires:  
**BARBARA M. HICKS**  
**NOTARY PUBLIC**  
MY COMMISSION EXPIRES MAR 31, 2015

**EXHIBIT NO. 1  
TO MEMORANDUM OF LEASE AGREEMENT**

**DESCRIPTION OF RAILCARS AND REPORTING MARKS  
91 30Mg non-coiled and non-indicated tank cars**

STAX	10451	STAX	10505	STAX	10566
STAX	10452	STAX	10506	STAX	10567
STAX	10453	STAX	10511	STAX	10569
STAX	10454	STAX	10513	STAX	10570
STAX	10456	STAX	10517	STAX	10572
STAX	10457	STAX	10519	STAX	10573
STAX	10458	STAX	10521	STAX	10581
STAX	10459	STAX	10522		
STAX	10460	STAX	10523		
STAX	10461	STAX	10524		
STAX	10462	STAX	10525		
STAX	10463	STAX	10526		
STAX	10464	STAX	10527		
STAX	10466	STAX	10528		
STAX	10468	STAX	10530		
STAX	10469	STAX	10531		
STAX	10470	STAX	10533		
STAX	10471	STAX	10535		
STAX	10472	STAX	10536		
STAX	10473	STAX	10537		
STAX	10474	STAX	10538		
STAX	10476	STAX	10539		
STAX	10477	STAX	10540		
STAX	10479	STAX	10542		
STAX	10480	STAX	10543		
STAX	10481	STAX	10544		
STAX	10482	STAX	10545		
STAX	10483	STAX	10546		
STAX	10484	STAX	10547		
STAX	10485	STAX	10548		
STAX	10486	STAX	10549		
STAX	10488	STAX	10550		
STAX	10491	STAX	10551		
STAX	10492	STAX	10553		
STAX	10495	STAX	10554		
STAX	10496	STAX	10555		
STAX	10497	STAX	10556		

STAX	10498	STAX	10557
STAX	10499	STAX	10558
STAX	10500	STAX	10560
STAX	10502	STAX	10561
STAX	10503	STAX	10565

**CERTIFICATION**

I, Edward M. Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 6/10/13

Edward M Luria  
Edward M. Luria